

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Boulevard
Los Angeles, California 90067-4100
Telephone: (310) 277-6910
Telecopy: (310) 201-0760

Lynn L. Tavenner, Esq. (VA Bar No. 30083)
Paula S. Beran, Esq. (VA Bar No. 34679)
TAVENNER & BERAN, PLC
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
Telephone: (804) 783-8300
Telecopy: (804) 783-0178

- and -

Robert J. Feinstein, Esq.
(admitted *pro hac vice*)
PACHULSKI STANG ZIEHL & JONES LLP
780 Third Avenue, 36th Floor
New York, New York 10017
Telephone: (212) 561-7700
Telecopy: (212) 561-7777

Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----	x	
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC., <u>et al.</u> ,	:	Case No. 08-35653 (KRH)
	:	
Debtors.	:	
-----	:	Jointly Administered
	x	

**SECOND ORDER SUSTAINING LIQUIDATING TRUST'S FIFTY-SEVENTH
OMNIBUS OBJECTION TO CLAIMS: FIXING OF CERTAIN UNLIQUIDATED
CLAIMS, REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS,
DISALLOWANCE OF CERTAIN INVALID CLAIMS, OR RESTORATION OF
PREVIOUSLY EXPUNGED CLAIMS, AS APPLICABLE
(LONG TERM INCENTIVE PLAN)**

THIS MATTER having come before the Court¹ on the *Liquidating Trust's Fifty-*

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

Seventh Omnibus Objection to Claims: Fixing of Certain Unliquidated Claims, Reduction of Certain Partially Invalid Claims, Disallowance of Certain Invalid Claims, or Restoration of Previously Expunged Claims, as Applicable (Long Term Incentive Plan) (the “Objection”), which requested, among other things, that the claims specifically identified on **Exhibit B** attached to the Objection be fixed, reduced, disallowed or restored, as applicable, for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that no response was timely filed or properly served by the Claimants being affected by this Order; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors’ estates and creditors and other parties-in-interest; and after due deliberation thereon, good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED.
2. The Claims identified on **Exhibit A** as attached hereto and incorporated herein are forever fixed in the amount specified on **Exhibit A** for all purposes in these bankruptcy cases.
3. The Court will conduct a status conference on August 27, 2013 at 10:00 a.m. for all Claims identified on **Exhibit B** attached hereto.
4. The Liquidating Trust’s rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
5. The Liquidating Trust shall serve a copy of this Order on the claimants

included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner
Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
20 North Eighth Street, 2nd Floor
Richmond, Virginia 23219
(804) 783-8300

- and -

PACHULSKI STANG ZIEHL & JONES LLP
Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
10100 Santa Monica Boulevard
Los Angeles, California 90067-4100
(310) 277-6910

- and -

PACHULSKI STANG ZIEHL & JONES LLP
Robert J. Feinstein, Esq.
780 Third Avenue, 36th Floor
New York, New York 10017
(212) 561-7700

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, Inc., et al.

EXHIBIT A

Case No. 08-35653

FIXED CLAIMS

Claim Number	Date Filed	Name & Address	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Fixed Claim Amount
4380	01/22/09	WARREN, ELIZABETH R 1824 HANOVER AVE RICHMOND, VA 23220	\$0.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00

In re Circuit City Stores, Inc., et al.
Case No. 08-35653

EXHIBIT B
CONTINUED CLAIMS

Claim Number	Date Filed	Name & Address	Docketed Claim Amount	Docketed Claim Class	Debtor(s)	Proposed Modified Claim Amount
5443	01/26/09	PEARSON, JONATHAN 891 CHARLTON WHITE LAKE, MI 48323-2919	\$0.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00
9545	01/30/09	VAHOUA, GEORGIA 2730 INTERLAKEN DR MARIETTA, GA 30062	\$80,000.00	U	CIRCUIT CITY STORES, INC.	\$40,000.00
8499	01/29/09	MCGINNIS, HOLLY C 11712 COOLWIND LN RICHMOND, VA 23233	\$0.00	U	CIRCUIT CITY STORES, INC.	\$0.00